

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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**IN RE: METHYL TERTIARY BUTYL ETHER
PRODUCTS LIABILITY LITIGATION**
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**Master File C.A. No. 1:00-1898
MDL 1358 (SAS)
M21-88**

This document relates to the following case:
City of New York v. Amerada Hess Corp., et al.,
04 Civ. 3417
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DECLARATION OF JOSEPH T. LEE

I, JOSEPH T. LEE, declare:

1. I am employed by Defendant Lyondell Chemical Company ("Lyondell"), and presently hold the position of Divisional Senior Vice President of Fuels. I have been employed by either Lyondell or various legal entities formerly known as "ARCO Chemical Company" for approximately 30 years.

2. I offer this Declaration in support of the Motion *In Limine* of Lyondell Chemical Company to Exclude Any Argument or Evidence Attributing the Acts or Liability of Atlantic Richfield Company to ARCO Chemical Company or Lyondell Chemical Company in the above-captioned action. I have personal knowledge of the matters detailed in this Declaration and, if called upon to do so, could and would testify as to their truth.

3. Prior to June 4, 1987, there existed an unincorporated operating division of Atlantic Richfield Company ("Atlantic Richfield") known as "ARCO Chemical Company, a Division of Atlantic Richfield Company" (the "ARCO Chemical Division").

4. On June 9, 1987, Atlantic Richfield transferred virtually all of the assets and liabilities of the oxygenates and polystyrenics businesses of the ARCO Chemical Division to a

Delaware corporation known as “ARCO Chemical Company,” which had been up to that time a shell corporation.

5. On July 28, 1998, Lyondell acquired ARCO Chemical Company, the Delaware corporation, which then became a wholly-owned subsidiary of Lyondell. On January 1, 1999, the business unit that had been known as “ARCO Chemical Company” again changed its name, this time to “Lyondell Chemical Worldwide, Inc.” On December 31, 1999, Lyondell Chemical Worldwide, Inc. was merged into Lyondell, with Lyondell being the surviving entity. Since January 1, 1999, there has not been in existence any entity doing business under the name “ARCO Chemical Company.”

6. In the remainder of this Declaration, the term “Lyondell” shall refer to Lyondell Chemical Company in its capacity as successor-in-interest to the Delaware corporation formerly known as “ARCO Chemical Company.”

7. As a consequence of my current position and past positions with Lyondell, I have acquired extensive knowledge concerning Lyondell’s business in the production and sale of methyl tertiary butyl ether (“MTBE”). The Fuels Division of which I am Senior Vice President is responsible for all marketing and sales of bulk MTBE. I am familiar with Lyondell’s customer relationships for bulk MTBE sales and have knowledge with respect to the overall MTBE market.

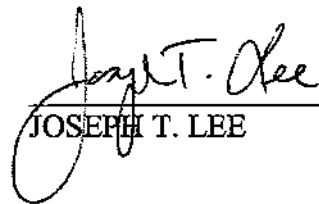
8. At all times relevant to this lawsuit, Lyondell’s sales of MTBE as a gasoline additive have strictly been made in bulk quantities to oil refiners, product traders, and/or gasoline blenders, who either blended it into their gasoline or sold it to other entities for that purpose.

9. Lyondell has not sold or delivered any gasoline (with or without MTBE) to any jobbers, brokers, traders, or service stations in Queens County, New York.

10. Lyondell has not owned any gasoline storage terminals, service stations, or underground storage tanks in Queens County, New York.

I declare under penalty of perjury under the laws of the State of New York that the foregoing is true and correct to the best of my knowledge, information, and belief.

Executed this 11th day May, 2009, at Houston, Texas.



JOSEPH T. LEE